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TRANSMITTAL LETTER

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 South County DebT Assistance, Inc. SUBJECT: (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) Enclosed are an original and one (1) copy of the articles of incorporation and a check for: \$78.75 \$70.00 \$78.75 \$87.50 Filing Fee Filing Fee Filing Fee Filing Fee, & Certificate of Status & Certified Copy Certified Copy & Certificate of Status ADDITIONAL COPY REQUIRED 355 West Venice Ave Venice, Fl. 34285

City, State & Zip

(941) 412-3704

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation (For Profit)

Article 1: The name of the corporation shall be: South County Debt Assistance, Inc.

Article 2: The principle place of business/mailing address is:

South County Debt Assistance The Snyder Law Building 355 West Venice Avenue Venice, Fl. 34285 (941) 412-3704 Fax:(941) 485-8163

Article 3: The purpose for which the corporation is organized is: to assist citizens and individuals alike with problems related to debts. This assistance includes, but is not limited to: debt counseling, information gathering, and consulting. Also, the purpose for which the corporation is organized is to conduct any other legal business, authorized by the state of Florida.

Article 4: The number of shares of stock is: One hundred (100). All stocks are common stocks.

Article 5: The initial officers/directors are:

Susan Ritter: President, CEO Jeff Rapkin: Staff Counsel

Article 6: Registered Agent:

Jeffrey A. Rapkin

South County Debt Assistance, Inc. The Snyder Law Building 355 West Venice Avenue Venice, Fl. 34285 (941) 412-3704 Fax:(941) 485-8163

Article 7: Incorporator(s) Susan Ritter, Jeff Rapkin

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Rightture/Registered Agent

Signature/Incorporator

12/23/02 Date